



Companies House

for the record

# 88(2)

Please complete in typescript, or  
in bold black capitals.

CHWP000

Company Number

4706930

Company name in full

ROLLS-ROYCE GROUP plc

## Return of Allotment of Shares

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted  
(If shares were allotted on one date  
enter that date in the "from" box)

From

Day Month Year

2 8 0 1 2 0 0 9

To

Day Month Year

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

932

Nominal value of each share

£0.20

Amount (if any) paid or due on each  
share (including any share premium)

£1.415

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be  
treated as paid up

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Consideration for which  
the shares were allotted

(This information must be supported by  
the duly stamped contract or by the duly  
stamped particulars on Form 88(3) if the  
contract is not in writing)


When you have completed and signed the form send it to  
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB  
For companies registered in Scotland

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

MONDAY



\*A6WZ371M\*

A04

02/02/2009

39

COMPANIES HOUSE

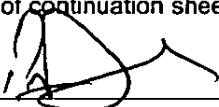
**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
<b>Name</b> PLEASE SEE ATTACHED <b>Address</b>  <b>UK Postcode</b> _ _ _ _ _	<b>Class of shares allotted</b> ORDINARY 20p	<b>Number allotted</b> 932
<b>Name</b> <b>Address</b>  <b>UK Postcode</b> _ _ _ _ _	<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b>  <b>UK Postcode</b> _ _ _ _ _	<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b>  <b>UK Postcode</b> _ _ _ _ _	<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b>  <b>UK Postcode</b> _ _ _ _ _	<b>Class of shares allotted</b>	<b>Number allotted</b>

Please enter the number of continuation sheets (if any) attached to this form

1

Signed

  
 A director / <sup>DEPUTY</sup> secretary / administrator / administrative receiver / receiver manager / receiver

Date

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

PAUL A DAVIES, DEPUTY COMPANY SECRETARY

ROLLS-ROYCE plc, P O BOX 31, MOOR LANE, DERBY

DE24 8BJ

Tel 01332 245878

DX number

DX exchange

RR MATURITY  
PROCESS D  
WITHHOLDING  
BATCH NO 4  
28TH JANUARY 2009

Title	Add 1	Add 2	Add 3	Add 4	Add 6	No of shares Exercised
T D Waterhouse Nominees (Europe) Limited Account No 0427059 Crest ID 277 Participation Code CESREG	Exchange Court	Duncombe Street	Leeds	West Yorkshire	LS1 4AX	932

TOTAL FOR T D WATERHOUSE NOMINEES (EUROPE) LIMITED

932